

**INDEX OF EXHIBITS FOR PLAINTIFF'S MOTION
FOR PARTIAL SUMMARY JUDGMENT TO DISREGARD
DEFENDANTS' CORPORATE FORM AND PIERCE THE CORPORATE VEIL**

EXH	DESCRIPTION
1	Defendants' Statement of Corporate Ownership Pursuant to Rule 7.1 filed August 9,2004.
2	Defendants' Amended Statement of Corporate Ownership Pursuant to Rule 7.1 filed April 11, 2006.
3	Cendant Corporation and Defendant Subsidiaries.
4	Defendants' Officers and Directors Organizational Chart (2001-2005) compiled from Exhibit A (Parts 1 - 3) to Second Amended Responses of Defendant Cendant Car Rental Group, Inc. to Alaska Rent-A-Car, Inc.'s Interrogatories and Request for Production, dated July 27,2005 and Corporate Data Sheets [AVIS 37661-AVIS 37692].
5	Action by Written Consent of The Board of Directors of Cherokee Acquisition Corporation dated July 26,2002.
6	Avis Executive Bios (www.avis.com) and Budget Leader Profiles (www.budget.com) as of October 2005.
7	Form 10-Q Quarterly Report for the Period Ended March 31,2006, filed by Cendant Corporation with the SEC on May 3,2006
8	Cendant Memorandum dated November 22,2002, "Funds Flow for Asset and Stock Purchase Agreement - Budget Group, Inc."
9	Cendant November 22,2002 Press Release.
10	Demand Note (Series 2002-2) for \$229,000,000 issued by HFS Car Rental Holdings, Inc. payable to HFS Decar Funding Corporation.
11	Cendant AESOP Transaction Structure.
12	Cendant Car Rental Group organization chart.
13	Certificate of Merger of HFS Incorporated into CUC International Inc.
14	Amended and Restated Certificate of Incorporation of Cendant Corporation.
15	Delaware Certificate of Incorporation of HGI Acquisition I Corporation.
16	Corrected Certificate of Amendment of HFS Rental Car Holdings, Inc.
17	Delaware Certificate of Incorporation Cendant Car Rental Holdings II, Inc.
18	Delaware Certificate of Ownership and Merger of Cendant Car Rental Holdings II, Inc.
19	Delaware Certificate of Incorporation HFS Mobility Services, Inc.
20	Corporate Organization Charts.
21	Delaware Certificate of Amendment of Certificate of Incorporation of HFS Car Rental Holdings, Inc.
22	Assignment, dated May 12,1965.

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24	Delaware Certificate of Amendment of Certificate of Incorporation of Rental Car System Holdings, Inc.
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26	Certificate of Amendment of Certificate of Incorporation of HFS Car Rental, Inc.
27	Certificate of Ownership and Merger of Cendant Car Rental II, Inc.
28	Certificate of Amendment of Certificate of Incorporation of Cendant Car Rental, Inc.
29	Amendment No. 2 to Schedule 13D filed with the Securities and Exchange Commission as of March 9, 2001 by Cendant Corporation with respect to Avis Group Holdings, Inc.
30	Cendant Corporation Secretary's Certificate, dated November 14, 2002, with Exhibit A, Resolution of the Board of Directors adopted July 29, 2002.
31	Cendant Webcast Audio Transcript Kevin Sheehan November 18, 2003.
32	Cendant Vehicle Services (PowerPoint).
33	1956 Exclusive License Agreement.
34	1965 License Agreements.
35	January 15, 1976 Settlement Agreement with Exhibits A and B.
36	Settlement Agreement and Release effective September 23, 1997.
37	July 24, 2001 Letter from Robert J. Halcro with Statement of Joinder in Settlement,
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39	Senior Management Team Chart
40	Project Highway Working Party List-May 22, 2002
41	Comparison of Entity Directories, Source: Avis Cendant Organization Directory dated June 2002 and CCRG Organization Directory dated January 2004.
42	Cost Sharing Services Agreement dated January 1, 2003-Cendant, CCRG/Avis Budget Car Rental and ARACS
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3	Defendants' Amended Statement of Corporate Ownership
4	Lieberman Report - HVR Tracking Study 2002
5	Deposition Transcript Excerpts of Becky Alseth
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7	Deposition Transcript Excerpts of Steve Kelly
8	30(b)(6) Deposition Transcript Excerpts of Philip Dulk
9	Deposition Transcript Excerpts of Heidi Mateja
10	30(b)(6) Deposition Transcript Excerpts of Tony Stanley
11	Affidavit of Andrew Halcro dated June 19,2006.
12	Tony Stanley Dated December 9, 2004
13	Deposition Transcript Excerpts of F. Robert Salerno
14	CCRG Quarterly Budget integration Update from David D. Blaskey to Kevin Sheehan and David Wyshner dated March 25,2003
15	Avis Cost Sharing Services Agreement
16	Budget Cost Snaring Services Agreement
17	CCRG Internal Memorandum from Avis Communications dated January 8, 2003 regarding Guidelines for Business Cards, Stationary, Voicemail, etc.
18	Deposition Transcript Excerpts of Peter Depaschalis
19	30(b)(6) Deposition Transcript Excerpts of Scott Deaver
20	Defendants' Response to ARAC's Requests for Admission and Fifth Request for Production, Response to Requests for Admission Nos. 39,40 and 88
21	Salomon Smith Barney Project Highway - Finance Lease Transaction Opinion Discussion Materials dated November 21,2002
22	Transcript of presentation by Kevin Sheehan, Chairman and CEO of Vehicle Services Division, on Cendant Investor Day November 18, 2003
23	Deposition Transcript Excerpts of Chuck Fallon
24	Deposition Transcript Excerpts of James Krapf
25	Deposition Transcript Excerpts from Steve Kelly
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27	Deposition Transcript Excerpts of Michael Washkevich
28	Cendant Corporation's 2004 10-K For the fiscal year ended December 31,2004 filed with the SEC on March 1,2005
29	Ron Nelson March 21,2006 "Investors Day" Presentation
30	Deposition Transcript Excerpts of Bill Von Esmarch
31	Avis Corporate Rate Agreement with International Dairy Queen
32	Budget Corporate Rate Agreement with International Dairy Queen
33	Deposition Transcript Excerpts of William Leary
34	Deposition Transcript Excerpts of Donald Booth
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37	Deposition Transcript Excerpts of Francisco Gonzales
38	Deposition Transcript Excerpts of Kathleen Klopfer
39	30(b)(6) Deposition of Andrew Halcro
40	Affidavit of Emelia Stanley
41	Deposition Transcript Excerpts of Paula Beck
42	Deposition Transcript Excerpts of John Curtin
43	Deposition Transcript Excerpts of Robert Lambert
44	ASRC, Inc. CPAF
45	November 30,2005 Letter from Avis to Andrew Halcro
46	Complaint filed in New Jersey
47	Avis Rental Terms And Conditions
48	Avis And Budget Commercial Account Pricing Scale
49	Deposition Transcript Excerpts of Alyssa Andersen
50	Deposition Transcript Excerpts of Girrard Quirk
51	Appendix of Corporate Pricing Approval Forms For Accounts Avis Was Not Bid Competitively Or At All
52	Budget Alaska Reservations
53	CCRG's 2005 Budget Marketing Plan
54	Deposition Transcript Excerpts of Joseph Siino
55	CCRG's Segmentation Study dated June 7,2004
56	CCRG's 2005 Avis Marketing Plan
57	Cendant Car Rental Group Corporate Strategy dated September 15,2003
58	Cendant Corporation's 2005 10-K For the fiscal year ended December 31,2005
59	Ron Nelson's March 2006 "Investor's Day" Presentation
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45	Avis Budget Group, Inc. Leadership Profiles
46	Avis Leaders - Executive Bios
47	Budget Leader Profiles
48	Cendant Car Rental Group - 2006 Business Plan
49	2005 - 2009 Strategic Plan/Corporate Strategy for Cendant Car Rental Group
50	Excerpt of Karen Sclafani Deposition, dated January 29, 2006 (p. 30)
51	Avis Budget Group, Inc. Vehicle Rental Financial Information, dated October 12, 2006
52	Avis Budget Group Presentation to Investors, October 4, 2006 Internet Webcast Presentation, Transcript of Proceedings
53	Defendants' Responses to Plaintiffs Interrogatories, dated October 9, 2006
54	Affidavit of Maureen E. Hunt, dated October 9, 2006

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EXH	DESCRIPTION
1	Kramer Memo dated 5/7/69
2	Affidavit of Paula W. Hinton dated November 13, 1995 with Memorandum from Kenneth Goodkind to Barry R. Shapiro attached as Exhibit A
3	1976 Settlement Agreement with Exhibits A and B
4	Agency Settlement Agreement
5	Cendant Corporation Form 10K dated December 31, 2005
6	Excerpt of <i>The Avis Story</i>
7	1965 Exclusive License Agreements.
8	1955 Exclusive License Agreement,
9	1956 Exclusive License Agreement
10	3 959 Exclusive License Agreement
11	Assignment dated May 12,1965
12	Avis Rent A Car Administration Manual
13	July 24, 2001 Letter from Robert J, Halcro with enclosed Statement of Joinder in Settlement.
14	Plaintiffs' Memorandum In Support Of Motion for Declaratory and Summary Judgment filed October 18, 1995
15	Support Of Plaintiffs Motion For Summary Judgment signed October 17,1995 by F. Robert
16	Letter from Robert P. Vadnais and Karen Sclafani to Robert Halcro, dated September 23, 1997
17	Certificate of Amendment filed with the State of Delaware
18	Excerpt from Cendant Car Rental, Inc., Uniform Franchise Offering Circular dated June 15, 2000
19	2005 CCRG Business Plan
20	Letter from Joseph Vittoria to Avis Licensees with Transcript of Joseph Vittoria Statements to Avis System Advertising and Policy Committee Meeting dated November 9, 1988
21	The Avis Licensee Times, <i>Convention Consensus...Avis Service is Still the Major Difference</i> , July 1988
22	Excerpt of J.D. Power and Associates, 2001 Syndicated Airport Rental Car Customer Satisfaction Study
23	December 17, 2001 E-mail
24	January 20,2002 E-mail
25	Cendant-Budget Rover Update dated January 17, 2003
26	Cendant Car Rental Group Quality of Service Standards / Proposal 2003
27	E-Mail from Diane Karl to Michael Collins dated January 13, 2003
28	Interoffice Memorandum from David D. Blaskey regarding Quarterly Budget Integration Update dated June 27, 2003
29	2005 CCRG Business Plan
30	Budget Insurance Replacement Program materials
31	Deposition of Joseph Vittoria in the Agency litigation dated January 22, 1997
32	Executive Summary from 2001 J.D. Power & Associates Rental Car CSI Study
33	CCRG Project Highway IT Management Bi-Weekly Status Report, Period 01/27/03 thru 02/07/03.

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34	Avis Budget Integration Preliminary Project Review Report, dated 11/10/2001.
35	Project Charter Wizard Reservations/Rentals, Planning 2.0
36	Cendant Car Rental Group 2003 Capital - INTEGRATION
37	Letter from Jeff Rellinger, Manager of Licensee Operations, to Budget System Licensees
38	E-mail dated January 29, 2004 from Matthew McGinley regarding reservation conversion
39	Budget Insurance Replacement Program dated March 30,2004
40	Wizard Reservations for Budget Checkout Locations in Alaska
41	Project Highway Core Applications Assessment IT Final Report dated October 18, 2002
42	Project Highway Integration (Avis System/Action List)
43	Budget Licensee Wizard Integration.
44	Avis Budget Integration Preliminary Project Review Report Executive Summary dated November 10,2001.
45	Project Charter, Internet Track of Project Highway dated March 24,2003
46	CCRG Quarterly Budget Integration Update September 26, 2003
47	Project Charter: Back Office Track April 19, 2003
48	Cendant Project Highway Strategy Report - Draft, Corporate Applications prepared by Ruth Hanley dated November 22,2002
49	Salomon Smith Barney Project Highway- Finance Lease Transaction Opinion Discussion Materials dated November 21, 2002
50	CCRG Quarterly Budget Integration Update, dated March 25, 2003.
51	Cendant Car Rental Group Memo from Margie McGee to Avis Licensee System Members dated February 26, 2003
52	Cendant Car Rental Group Brand Position and Integration presentation dated November 7, 2002
53	Cendant Vehicle Services Presentation by Kevin M. Sheehan
54	Budget Means Business BTN Article, BTNonline.com , <i>Cendant Boosts Budget For Biz</i> , Fall 2003
55	Avis Executive Bios (www.avis.com) and Budget Leader Profiles (www.budget.com) as of October 2005.
56	Lieberman Report - HVR Tracking Study 2001
57	Lieberman Report - HVR Tracking Study 2002
58	June 2004 Chadwick Martin Bailey Study
59	Alaska Budget Reservations
60	Affidavit of Emelia Stanley.
61	Letter to Avis Rent A Car Licensee Kenneth Wright dated July 8,1977
62	Avis Licensee Procedures, Licensee Regulations
63	Defendants' Position Statement dated May 10,2005
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73	Corporate Data Sheet Report, as of May 31, 2005, for Avis Rent A Car System, Inc
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75	Summary - Alaska Royalties & Revenue, Avis and Budget

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4	Budget Insurance Replacement Program dated March 30,2004
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7	Defendants' Responses to Plaintiffs Interrogatories
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3	Deposition of Scott Deaver
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5	1976 Agreement and Amendatory Agreement
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7	Affidavit of Andrew Halcro dated July 28,2006
8	Letter from Shoultz to System Member dated June 4,1965
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18	Comparison of Entity Directories
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67	Confidential Proposed Draft Separation Agreement and General Release between Cendant Corporation and Kevin M. Sheehan
68	Joint Stipulation for Entry of Protective Order Re Confidentiality and [Proposed] Order, dated December 8,2003
69	E-mail from John Dienelt of DLA Piper to Jon Givens, dated July 6,2006, responding to June 30,2006 letter
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4	Gerald Mattesich Deposition Notice
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7	Agency Settlement Agreement
8	Insurance Replacement Program "Its One Network"
9	Deposition of Wayne Olin
10	Deposition of Robert Klyce
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4	Deposition excerpts of Andrew Halcro
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2	1959 Exclusive License Agreement
3	1965 License Agreements
4	1976 Settlement Agreement with Exhibits A and B
5	Agency Settlement Agreement and Release effective September 23,1997
6	Plaintiffs' Memorandum in Support of Motion for Declaratory and Summary Judgment filed October 18,1995 in the Agency litigation October
7	Declaration In Support Of Plaintiffs Motion For Summary Judgment signed by Robert Salerno October 17,1995
8	July 24,2001 Letter from Robert J. Halcro with Statement of Joinder in Settlement
9	Excerpt of Defendants' Response to Alaska Rent A Car's Requests for Admission and Fifth Request for Production
10	Project Highway Working Party List - May 22,2002
11	Senior Management Team Chart
12	Cendant Memorandum November 22,2002, "Funds Flow for Asset and Stock Purchase Agreement - Budget Group, Inc."
13	Cendant November 22,2002 Press Release
14	Demand Note (Series 2002-2) for \$2999,000,000 issues by HFS Car Rental Holdings, Inc. payable to HFS Decar Funding Corporation
15	CCRG Quarterly Budget Integration Update from David D. Blaskey to Kevin Sheehan and David Wyshner dated March 25, 2003
16	Salomon Smith Barney Project Highway – Finance Lease Transaction Opinion Discussion Materials dated November 21, 2002
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23	Cendant Vehicle Services Presentation of Kevin Sheehan dated November 18,2003

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24	E-mail from Peter Tartaglia to David Blaskey dated October 23,2002
25	Affidavit of Emelia Stanley
26	AVIS Sales & Marketing-Project Charter, Planning 2.0 (AVIS 42152).
27	Excerpt of Cendant Car Rental Organization Integration Plan dated October 30,2002
28	Budget Corporate Rate Agreement with International Dairy Queen and Budget Corporate Rate Agreement with Ford Motor Company
29	CCRG Insurance Replacement Program material
30	Emails re: August Bank of America Statement Inserts
31	Excerpt of Response to Alaska Rent A Car's Third Requests for Admission, dated September 19,2006. Nos, 25,26,30
32	Budget Mailing to Gary Zimmerman
33	Project Highway Core Applications Assessment IT Final Report
34	Cendant Project Highway Integration (Avis System/Action List)
35	Project Highway Strategy Report-Draft Corporate Applications Prepared by: Ruth Hanley
36	Project Charter: Back Office Track
37	Memorandum from Cendant Corporate Audit to Kevin Sheehan regarding Car Rental Status Update dated May 1,2003
38	Cendant Corporation Project Charter Project Highway-Corporate Systems Financial System Integration
39	Cendant Mergers & Acquisitions Project Highway Pre-Close Final Assessment Report October 17,2002
40	June 12,2003 Memo from Robert O. Frenzel with Minutes from Budget Licensee Composite Meeting, Parsippany, N.J. June 10 & U, 2003
41	Executive Summary from 2001 JDP & A Rental Car CSI Study
42	Cendant Car Rental Group Quality of Service Standards / Proposal 2003
43	E-Mail from Diane Karl to Michael Collins, dated January 13,2003
44	Cendant Car Rental Group Quarterly Budget Integration Update from David D. Blaskey, dated June 27,2003
45	Budget Insurance Replacement Program Travelers Insurance presentation
46	Avis Group Holdings, Inc. 10-Q for June 30,2003
47	Cendant Third Quarter 2003 Earnings Conference Call dated October 21,2003
48	CCRG Pricing & Yield Org Chart

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EXH	DESCRIPTION
49	Budget U.S. Licensee Participation Agreement
50	June 2,2006 Amended Responses of BRACS to Alaska Rent A Car, Inc.'s Interrogatories, and June 2,2006 Amended Responses of CCRG to Alaska Rent A Car, Inc's Interrogatories
51	September 23,1997 Letter from Robert P. Vadnais and Karen Sciafani to Robert Halcro
52	Excerpt from Cendant Car Rental, Inc. Uniform Franchise Offering Circular issued June 15, 2000
53	Wizard Reservations for Budget Checkout Locations in Alaska
54	Summary and Budget Alaska Reservations Report 2003-2005
55	Defendants' Position Statement dated May 10,2005
56	June 9,2006 Responses of Defendants to Alaska Rent A Car Inc.'s Discovery Requests, as Modified by Stipulation
57	Cendant Corporation Approval for Expenditure (AFE) Request dated March 27,2003.
58	Cost Sharing Services Agreement dated January 1,2003-Cendant, CCRG/Avis Budget Car Rental and ARACS/

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VIOLATION OF ALASKA UNFAIR TRADE PRACTICES AND CONSUMER
PROTECTION ACT (AS 45.50.471)**

EXH	DESCRIPTION
1	1956 Exclusive License Agreement
2	1965 License Agreements
3	Excerpt of Plaintiffs' Memorandum in Support of Motion for Declaratory and Summary Judgment filed October 18, 1995 in the Agency Litigation
4	Excerpt of J.D. Power and Associates, 2001 Syndicated Airport Rental Car Customer Satisfaction Study
5	January 15, 1976 Settlement Agreement with Exhibits A and B
6	Agency Settlement Agreement
7	July 24, 2001 Letter from Robert J. Halcro with Statement of Joinder in Settlement
8	Affidavit of Andrew Halcro dated June 19, 2006
9	Cendant Memorandum November 22, 2002, "Funds Flow for Asset and Stock Purchase Agreement - Budget Group, Inc."
10	CCRG Quarterly Budget Integration Update from David D. Blaskey to Kevin Sheehan and David Wyshner dated March 25, 2003
11	Salomon Smith Barney Project Highway - Financing: Lease Transaction Opinion Discussion Materials, dated November 21, 2002
12	Excerpt of Cendant Car Rental Group Corporate Strategy 2004 - 2006 dated September 15, 2003
13	CCRG Memo from Margie McGee to Avis Licensee System Members dated February 26, 2003
14	Comparison of Entity Directories, <i>Source</i> : Avis Cendant Organization Directory dated June 2002 [A1281 - A 1305] and Cendant Car Rental Group Organization Directory dated January 2004 TA 45772-A 457991
15	Avis "Executive Bios" webpage (www.avis.com) and Budget "Leader Profiles" webpage (www.budget.com) as of October 2005
16	CCRG Internal Memorandum from Avis Communications dated January 8, 2003 regarding Guidelines for Business Cards, Stationary, Voicemail, etc.
17	Transcript of presentation by Kevin Sheehan, Chairman and CEO of Vehicle Services Division, on Cendant Investor Day November 18, 2003
18	Budget Alaska Reservations (including price quotes of reservations)
19	Affidavit of Emelia Stanley dated April 7, 2006
20	AVIS Sales & Marketing-Project Charter, Planning 2.0
21	Excerpt of Cendant Car Rental Organization Integration Plan dated October 30, 2002
22	June 12, 2003 Memo from Robert O. Frenzel with Minutes from Budget Licensee Composite Meeting, Parsippany, N.J. June 10 & 11, 2003

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VIOLATION OF ALASKA UNFAIR TRADE PRACTICES AND CONSUMER
PROTECTION ACT (AS 45.50.471)**

EXH	DESCRIPTION
23	Cendant Car Rental Group Quality of Service Standards / Proposal 2003
24	E-Mail from Diane Karl to Michael Collins dated January 13, 2003
25	Cendant Quarterly Budget Integration Update from David D. Blaskey dated June 27, 2003
26	Budget Insurance Replacement Program presentation
27	Cendant Third Quarter 2003 Earnings Conference Call dated October 21, 2003
28	Budget U.S. Licensee Participation Agreement
29	June 2, 2006 Amended Responses of BRACS to Alaska Rent A Car, Inc.'s Interrogatories Nos. 27 and 28, and June 2, 2006 Amended Responses of CCRG to Alaska Rent A Car, Inc.'s Interrogatories Nos. 43 and 44
30	October 15, 2005 Commercial Account Pricing Scale - Avis & Budget
31	Avis Alaska Reservations
32	Budget Alaska Reservations
33	CPAF for Fisher Investments
34	Cendant Corporation's 2004 Form 10-K SEC Filing
35	CCRG's 2005 Budget Marketing Plan
36	CCRG Customer Segmentation Study dated June 1, 2004
37	CCRG's 2005 Avis Marketing Plan
38	Cendant Corporation's 2005 Form 10-K SEC Filing
39	Lieberman Research Group HVR Tracking Study October 2002 Wave
40	Ron Nelson's "Investor Day" Presentation March 2006
41	Defendants' Response to Alaska Rent A Car's Requests for Admission and Fifth Request for Production
42	Senior Management Team Chart dated September 20, 2002
43	Project Highway Working Party List – May 22, 2002
44	Cost Sharing Services Agreement dated January 1, 2003 by and among Cendant, CCRG/Avis Budget Car Rental and ARACS
45	Cost Sharing Services Agreement dated January 1, 2003 by and among Cendant, CCRG/Avis Budget Car Rental and BRACS
46	Kramer Memo dated May 7, 1969
47	Affidavit of Paula W. Hinton dated November 13, 1995 with Exhibits

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PROTECTION ACT (AS 45,50.4711)**

EXH	DESCRIPTION
48	Excerpt of Cendant Vehicle Services Presentation by Kevin Sheehan, dated November 18, 2003

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THE FIRST AMENDED COMPLAINT BREACH OF CONTRACT

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**EXHIBIT INDEX FOR REPLY TO DEFENDANTS' OPPOSITION
TO MOTION FOR SUMMARY JUDGMENT FOR DAMAGES**

EXH	DESCRIPTION
1	1965 Exclusive License Agreement
2	1976 License Agreement
3	Agency Settlement Agreement
4	Avis Budget Group Company Information
5	1969 Memorandum
6	Affidavit of Mary Halcro dated October 8,2006
7	Affidavit of Mary Halcro dated July 28,2006
8	May 21,2004 E-mail from John Dienelt to William Bankston
9	Notice to the Court regarding settlement dated June 1, 2004.
10	Memorandum from David Blaskey to Henry Silverman dated June 24,2003
11	Klyce Settlement Agreement dated March 17,2006
12	Affidavit of Brian J. Brundin dated September 12,2006